

County of San Diego Department of Public Works, Airports

Request for Proposals

**“Develop Weld Boulevard Industrial Property
at Gillespie Field in El Cajon, California”**



**COUNTY OF SAN DIEGO
Department of Public Works, Airports
Gillespie Field Administration Building
1960 Joe Crosson Drive
El Cajon, California 92020**

Issued February 28, 2014

REQUEST FOR PROPOSALS

“Develop Weld Boulevard Industrial Property at Gillespie Field in El Cajon, California”

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TARGET TIMELINE

FOR REQUEST FOR PROPOSALS TO DEVELOP WELD BOULEVARD INDUSTRIAL PROPERTY AT GILLESPIE FIELD IN EL CAJON, CALIFORNIA

| <u>Description</u> | <u>Target Time for Completion</u> |
|---|---|
| Publish RFP | February 28, 2014 |
| Submittal of proposals to County | Ongoing until closed |
| DDA and/or Lease fully negotiated and signed by Successful Proposer | Estimated at 6 months |
| Present DDA and/or Lease and selected Proposal to GFDC | 30-60 days |
| Present DDA and/or Lease to the Board of Supervisors (BOS) | 30-60 days |
| Successful Proposer completes Entitlements* | Depends on Project Estimated 6-24 months |
| Present ground lease to GFDC if needed | 30-60 days |
| Present ground lease to BOS if needed | 30-60 days |
| Lease commences | Subject to negotiation |
| *Depends on level of environmental review needed for proposed project | |

INTRODUCTION

On July 19, 2013 County of San Diego, Department of Public Works, Airports ("County"), published a Request For Proposal (RFP) to Develop Weld Boulevard Industrial Property at Gillespie Field in El Cajon, California under a 55-year ground lease. On the due date, October 10, 2013, no fully responsive proposals were received.

The County of San Diego, Department of Public Works, Airports ("County"), will now consider more flexible rental arrangements and is requesting proposals from all interested and qualified Offerors desiring to develop the area located at the northwest corner of the intersection of Weld Boulevard and Cuyamaca Street ("Weld Boulevard Industrial Property" or "Site") at Gillespie Field in El Cajon, California ("Airport") as an industrial property ("Project") under a ground lease agreement.

The purpose of this Request for Proposals ("RFP") is to provide a recommended format for the evaluation of offers from developers who have the experience and qualifications necessary to meet the County's objectives for a new industrial development at the Airport.

Through the RFP process, County may negotiate with multiple parties and may select the successful Proposer ("Developer") who best meets all of the qualifications required by the County and submits a proposal that is responsive to the development objectives outlined in this Request for Proposals and offers the greatest overall benefits to the County. County is seeking a ground lease agreement with a term of up to 55 years; additional term may also be considered as part of the negotiation package, subject to FAA concurrence. However, County reserves the right to reject any and all proposals, if none of the proposals meet the qualifications set forth herein, or if the County, at its sole and absolute discretion, considers any or all of submitted proposals incompatible with its vision for the development of the site or non-responsive to its development objectives. County further reserves the right to discuss, correspond or meet with potential Proposers prior to their submittal of a proposal through the RFP process.

If a Developer is selected, County will start the process aimed at awarding the Developer a lease for the development of the Site. County and Developer will first enter into a Preliminary Agreement Concerning Development and Disposition of Land ("DDA"), a form of which is attached hereto as Exhibit E, which will outline the preliminary terms and conditions of the lease of the Site. Such preliminary agreement is necessary in order for Developer to have sufficient certainty to process some of the required entitlements for the Project. DDA is intended to assist Developer to finance and prepare the necessary environmental and technical reports needed to comply with the requirements of the California Environmental Quality Act ("CEQA"), which must be completed prior to issuance of a lease by County. *[Note: Lead Agency, for the purposes of CEQA compliance, will be determined based on the specifics of the Project and the timing for processing of entitlements, but is likely to be either the County of San Diego or the City of El Cajon.]* Then, prior to construction of the Project, Developer must obtain all project entitlements, including the FAA's satisfactory determination upon

completion by the Developer of all necessary environmental and technical reports needed to comply with the requirements of the National Environmental Policy Act (“NEPA”). At Developer’s sole discretion, such entitlements and reports required to comply with NEPA may be completed either before or after the issuance of the Ground Lease.

WELD BOULEVARD INDUSTRIAL PROPERTY DEVELOPMENT OBJECTIVES:

County Airports desires to enter into an industrial ground lease with a qualified and responsive entity to develop a vacant land located at the northwest corner of the intersection of Weld Boulevard and Cuyamaca Street to the highest and best use that, while complying with all applicable land use laws and regulations and conforming to the City of El Cajon zoning ordinance and the Gillespie Field Airport Land Use Compatibility Plan (ALUCP), (i) takes the fullest advantage of the physical characteristics of the Site, (ii) is a use which is supported by sufficient market demand to make it a feasible use, and (iii) is a use that is maximally productive and yields the highest return on the land.

The development of the Site shall enhance synergy with existing industrial and aviation land uses at Gillespie Field and accomplish the following objectives:

- ❖ put vacant land into productive use that generates market rent revenue to support County Airports System;
- ❖ construct and manage modern high-quality industrial facilities that will promote job creation in the area;
- ❖ incorporate Leadership in Energy and Environmental Design (LEED) principles in the design, construction, and operation of the proposed industrial facilities; and
- ❖ emphasize design and development standards for contemporary, energy-efficient, and aesthetically attractive industrial facilities that complement the surroundings and reflect the character of Gillespie Field.

The documents contained in this Request for Proposals use the terms “proposal” and “offer,” and “Proposer” and “Offeror” interchangeably.

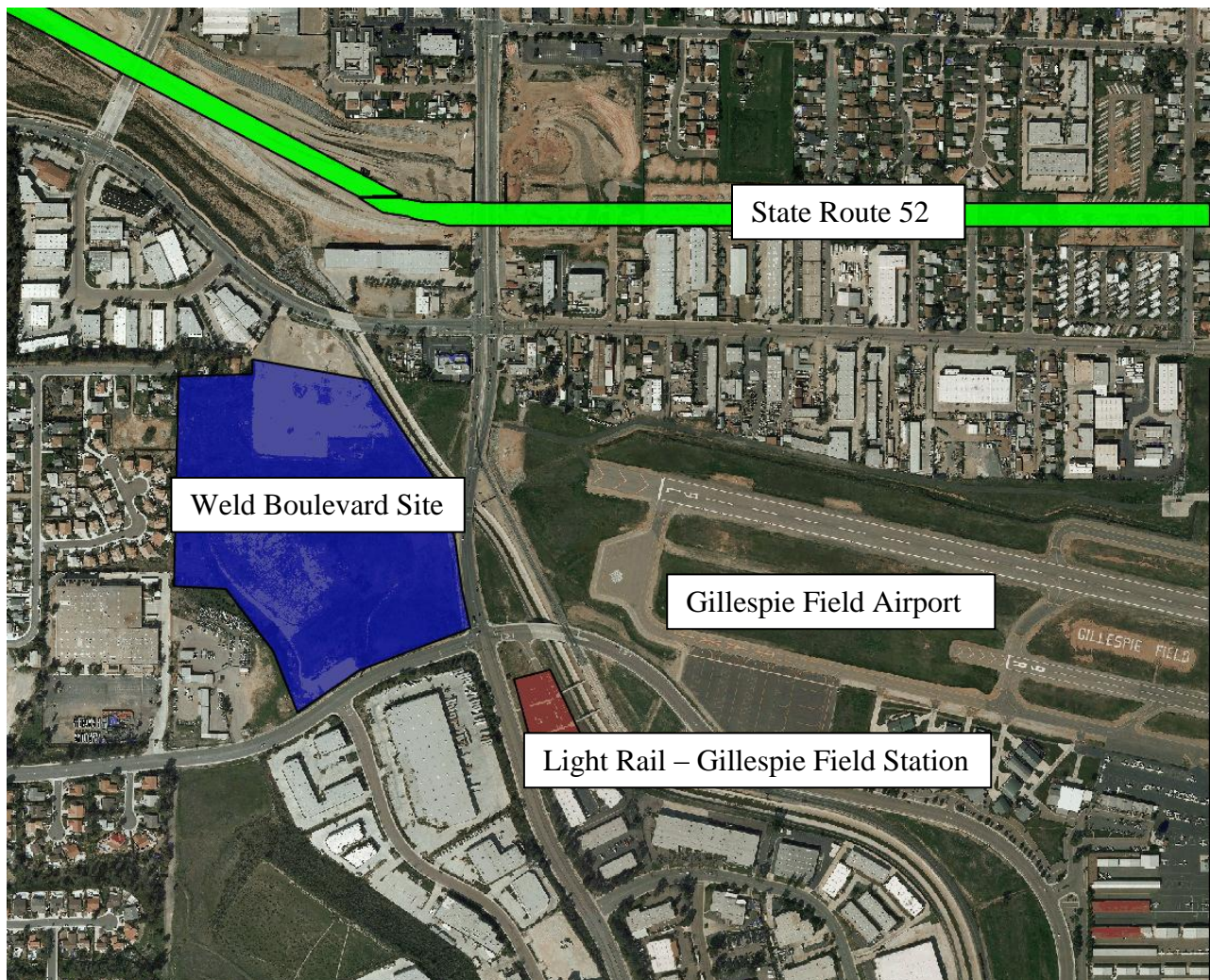
PART 1 – SITE DESCRIPTION

The unimproved property offered for development totals 31.47 gross acres of land and is located at the northwest corner of the intersection of Weld Boulevard and Cuyamaca Street in El Cajon, California.

The County of San Diego owns and operates eight general aviation airports. Gillespie Field is the oldest and largest of the County’s eight airports, located in the El Cajon Valley approximately two miles north of downtown El Cajon. In addition to the aviation facilities and infrastructure located within the airport, Gillespie Field includes three

business parks, which provide more than 3,000 jobs in the City of El Cajon and generate a \$110 million boost to the local economy in direct, indirect and induced revenues.

The Site location is in close proximity to a variety of transportation options. A light-rail station, Gillespie Field Airport and State Route 52 all service the area, creating convenient and environmentally friendly transportation choices.



The RFP package includes County Airports' Industrial Park Development Standards and Industrial Park and/or Aviation Areas Performance Standards for Gillespie Field. The site is zoned Manufacturing (M). Please confirm the specific standards for development and uses with the City of El Cajon zoning ordinances.

County does not guarantee any conditions or adequacy of the soils for the proposed use, nor will County provide any further infrastructure or utilities for development. All environmental clearances required for the proposed uses will be the **sole responsibility** of the proposer. County strongly encourages parties participating in the

proposal process to perform due diligence. Upon request from proposers, County will issue a right of entry permit to conduct soils testing and other on-site investigations. To submit specific questions regarding the RFP, or to coordinate access to the site, please contact Hugh W. Rowles, Associate Real Property Agent, at Hugh.Rowles@sdcounty.ca.gov or (619) 956-4811.

PART 2 – GUIDELINES AND REQUIREMENTS FOR PROPOSAL SUBMITTAL

Parties participating in this proposal process will provide details of their development concept and propose the economic terms of a ground lease under which they would develop and manage the Site. Proposals will be evaluated based upon several criteria, including the highest and best use in the opinion of the County Airports staff, the responsiveness to the Weld Boulevard Industrial Property Development Objectives listed above, and the compatibility with the existing aviation and non-aviation uses at the Airport. It is very important to emphasize the potential jobs created, as well as other economic benefits to the area. Additional criteria include experience in developing industrial parcels, including industrial development of vacant land and developments that incorporate leadership in energy environmental design (LEED) principles, Proposer's business reputation, ability to finance site development, and the proposed revenue arrangement with the County. Proposal submittal packages should be complete, comprehensive and neatly organized.

NOTE: The acceptance of a Proposal by the County does not constitute approval of the Offeror's submitted preliminary design and development plans. Any accepted site plan is considered tentative, as it will likely continue to evolve in the process of obtaining necessary entitlements and environmental clearances.

Please thoroughly review the materials contained in this Submittal Package. This information will guide you in the preparation of your submittal.

LETTER OF INTEREST / BUSINESS PLAN

This part of your submittal should be a narrative written on your letterhead. This narrative should contain the following elements.

Who You Are

Your letter of interest should identify who you are and present a description of your experience and qualifications to design, develop, and manage industrial properties. If you represent a company or other organization, please describe the key individuals that will be involved in the project if you are ultimately selected to design, develop, and manage this industrial property. Include brief biographical statements for these key individuals.

Your Proposal

Your narrative should outline your development concept, including a description of the primary use or business you envision for the Site. Include as much detail as possible relative to all uses or businesses that would be planned for the Site. For example, describe the type of services, business activities and facilities that would be part of your development, number of potential jobs created, any site development criteria, and potential impact on neighborhood, i.e. traffic, environment, noise, etc. Business services should be thoroughly described. For each service planned, you should indicate whether this would be provided through a sublessee or directly by your organization.

How Your Concept Would Benefit Gillespie Field

Please describe why you think your proposal would be good for the Airport and explain what is unique about your proposal and how it might benefit, and be benefited by, other industries at Gillespie Field in El Cajon. You should identify your customers or clients and where would they come from. This would be a profile of potential clients, not necessarily specific individuals or entities. If you have information about market demand for your proposed business services or products, please provide such, as this will greatly enhance the credibility of your proposal.

Relevant Experience/Projects

Please describe your relevant past or current experience that qualifies you and/or your organization to succeed in developing your concept. Please include brochures, if appropriate, and photographs of similar development projects you have successfully undertaken, or are currently involved with.

PRELIMINARY DESIGN AND DEVELOPMENT PLAN

Proposals must include a project design and development plan that reflects the Proposer's development concept for construction of industrial facilities. At a minimum, this part of the proposal shall include:

- A. A preliminary plot showing the general location of proposed improvements on the premises and further identification as to use, occupancy, number of employees, and other information related to the proposed development.
- B. A proposed development schedule. If the development is to be completed in phases, the phase completion schedule should be indicated on the plot plan. A realistic timeframe for completion of the CEQA requirements prior to entering into a lease and the NEPA requirements before commencing any construction, as well as obtaining all other necessary entitlements, should be considered in the development schedule.

An artist rendition of the development concept, images of completed improvements that are similar to the proposed project, and samples of construction materials will enhance this component of the submission.

Proposer(s) under serious consideration may be asked to prepare and submit a complete development plan, consisting of a detailed plot plan, schematic elevations, financial plan, detailed development schedule, estimated development costs, and landscape plans.

The County of San Diego is committed to improving the health of its citizens, increasing the production and the use of renewable and non-polluting energy sources, reducing the volume of waste, increasing the use of recycled materials, conserving water, and reducing CO2 emissions; and, therefore, encourages the construction of facilities at County Airports that follow leadership in energy and environmental design (LEED) principles and utilize the most recent green building technologies and materials, wherever practicable.

NON-REFUNDABLE PROPOSER'S FEE

As a show of good faith interest in this Request for Proposals, Offeror shall submit a non-refundable Proposer's Fee of \$500.00, with the completed Proposal Package.

Payment may be made in the form of check or money order only. County Airports cannot accept credit card payment. Please do not remit cash. Make check or money order payable to County of San Diego, Airports and reference Weld Boulevard Industrial Property RFP fee on the check stub. Remit payment at the time of submitting Proposal.

PROPOSER'S QUESTIONNAIRE

In addition to the above documents, please complete the enclosed Proposer's Questionnaire. This is a very important part of your submittal for purposes of evaluating your qualifications to lease and develop the site. The first part of this questionnaire deals with personal information about you, and members of your organization. Please complete the appropriate sections that apply to you and your organization (i.e. sole proprietorship, partnership, corporation, or limited liability company). Please provide the four business references requested. Please fill in the requested financial data completely, and attach the required forms or exhibits. In the sections dealing with your proposed method of operation and experience statement, you may refer to your narrative if the information requested has been provided there.

The submittal of a complete and detailed Proposer's Questionnaire will enable County Airports staff to evaluate your qualifications in the best possible light. Please note that the confidentiality of the information you submit cannot be guaranteed because, under the Freedom of Information Act, all government records are potentially accessible by the public. This fact notwithstanding, County Airports staff will, within the legal limits of its administrative control, strive to protect the confidentiality of all personal and financial information submitted in connection with this RFP, and will use this information only for the purposes intended.

AIRPORT LEASE ECONOMIC TERMS FORM

The Proposer should propose economic terms for a Lease by completing the attached Airport Lease Economic Terms Form. The County shall not be responsible for any fees associated with the design and build-out of, or modifications or repairs to, the facilities and the issuance of any required permits related to designing, developing, construction, maintaining, operating, use or occupancy of the premises. The selected Proposer/Lessee will be responsible for all fees and taxes associated with the design, development, construction, maintenance, operation, use, occupancy, and management of the leasehold.

PROPOSED CAPITAL INVESTMENT FORM

The Proposer should provide County with an estimate of their proposed capital investment by completing the attached Proposed Capital Investment Form.

OFFEROR'S DISCLOSURE FORM

In addition, Proposer shall be required to complete and submit, as part of the proposal package, the Offeror's Disclosure Form which is attached hereto.

ACKNOWLEDGMENT OF REVIEW AND ACCEPTANCE OF LEASE TERMS

Proposer shall be required to complete and submit, as part of the proposal package, the Acknowledgment of Review and Acceptance of DDA and Lease Terms Form which is attached hereto. Copies of a DDA and an Industrial Ground Lease form have been included as attachments to this RFP package.

For a Proposal to be considered responsive, Proposer shall agree to accept the terms of the attached Preliminary Agreement concerning Development and Disposition of Land (Exhibit E) and Industrial Ground Lease (Exhibit F). County may, at County's sole discretion, consider changes to these documents as requested by Proposer on the Acknowledgment of Review and Acceptance of Lease Terms Form to be submitted as part of this RFP package. Requested changes that are a disadvantage to the County may detract from a proposal when evaluated against the criteria.

PART 3 – SUBMITTAL

It is recommended that Initial Proposals are submitted in a format following the outline of this RFP and should include all of the required elements as described above. The proposal should be signed with the name and title of the person duly authorized to sign the offer.

Proposals must be delivered to:

COUNTY OF SAN DIEGO – AIRPORTS
1960 Joe Crosson Drive
El Cajon, CA 92020-1236
Attn: Lee Ann Lardy

Selection without Discussion

Proposers are cautioned that any selection hereunder may be effected without discussion. Each Proposer should present its best offer to County Airports.

Withdrawal of Proposals

Any Proposer may withdraw its offer by written request at any time prior to the selection of the successful Proposer by Airports staff; however, the \$500.00 Proposal Fee is non-refundable.

PART 4 – EVALUATION CRITERIA AND SELECTION PROCESS

EVALUATION CRITERIA

The contracts resulting from this RFP will be awarded to that responsible Proposer whose offer, while conforming to the requirements of the RFP, is determined to be the most advantageous to San Diego County Airports. The proposal shall contain a complete response to each of the areas identified below.

1. Development Concept 25 POINTS
 - a) Compatibility and synergy of the proposed and existing uses
 - b) Employment generating potential of the proposed project consistent with ALUCP
 - c) Thoroughness of planning
 - d) Responsiveness to County's Objectives
 - e) Proposed method of operation
2. Preliminary Design and Development Plan 25 POINTS
 - a) Quality of design and proposed construction materials
 - b) Use of LEED principles
 - c) Aesthetic appeal of the project
3. Revenue Arrangements 25 POINTS
 - a) Minimum base monthly rent
 - b) Phasing of the Project (if any)
 - c) Schedule of rental adjustments
 - d) Capital investment

| | | |
|-----------------------|--|-------------------|
| 4. | Planning | 25 POINTS |
| | a) Identification of steps and entitlements | |
| | b) Aggressive, but realistic, timetable | |
| | c) Soil studies | |
| | d) Attentiveness to details | |
| | e) Acceptance of lease terms | |
| 5. | Experience | 20 POINTS |
| | a) Similar business experience | |
| | b) References | |
| 6. | Financial Strength | 20 POINTS |
| | a) Capital strength | |
| | b) Credit history | |
| 7. | Extra Points | 10 POINTS |
| | a) Comprehensiveness of the proposal | |
| | b) Professionally prepared plans and artist renderings | |
| Total Possible | | 150 POINTS |

Selection Process

County Airports staff will review and evaluate all proposals, conduct reference checks, make any necessary follow up inquiries, conduct further negotiations and may select a successful Proposer with which to negotiate the final terms of a DDA and, provided the CEQA process is successfully completed, an Industrial Ground Lease.

The County may request from any Proposers more detailed proposals before making a selection of the successful Proposer, if any. The County may schedule meetings, conduct oral interviews and receive presentations from Proposers, to determine the selected Proposer and rank order of proposals. The County may award the lease without holding oral presentations/interviews, should the rating panel find this step unnecessary.

County also reserves the right not to award a DDA and/or a lease if none of the proposals meet the goals of the County to put the area into highest and best use and develop a revenue stream to support the airport system, or if the County, at its sole and absolute discretion, considers any or all of submitted proposals incompatible with its vision for the development of the site or non-responsive to its development objectives.

Recommendation for Award or Rejection of Proposals

This RFP does not commit the County to award a DDA and/or a Lease, to pay any costs incurred in the preparation of proposals, or to procure or contract for services or supplies. The County reserves the right to accept or reject any and all proposals

received as a result of the RFP, to negotiate with any experienced and qualified Proposer(s), and to modify or cancel in part or in its entirety this RFP if it is in the best interest of the County.

PART 5 – PRELIMINARY AGREEMENT CONCERNING DEVELOPMENT AND DISPOSITION OF LAND AND AIRPORTS INDUSTRIAL GROUND LEASE AGREEMENT

Following selection of a successful proposal (if any), Airports staff will negotiate with the successful Proposer (“Developer”) a Preliminary Agreement Concerning Development and Disposition of Land (“DDA”), and, provided that the CEQA process is satisfactorily completed, a ground lease agreement.

A DDA would require the selected Proposer/Developer to pay to the County a non-refundable \$60,000 fee for the initial 2-year term of the DDA, to cover County’s holding costs for the property. Any extension of the term shall require an additional fee of \$30,000/year.

A non-refundable lease processing fee of \$3,000 will be payable by the successful Proposer at the beginning of the ground lease negotiation process, if the attached lease form is used. Any substantive changes to the lease form will require an additional fee to compensate for the County’s increased legal review costs. The ground lease will be subject to review and approval by the Board of Supervisors.

Additional Reviews, Entitlements and Requirements

Upon entering into a DDA, the successful Proposer/Developer will be required, before entering into a lease of the site, to prepare the necessary environmental and technical reports needed to comply with the requirements of the California Environmental Quality Act (“CEQA”). An Environmental Impact Report (“EIR”) has previously been completed for this location; “Forrester Creek Industrial Park Project SCH No. 2006011027”. Please review this Environmental Impact Report to determine whether it could be useful, or not, to your proposal. Upon completion of the CEQA compliance process and obtaining satisfactory CEQA finding, the developer may enter into a Lease with the County. Prior to starting any improvement, construction, alteration, use or occupancy of the property, Developer, at Developer’s sole cost and expense, must obtain all mandatory permits and other entitlements, and to conduct all necessary environmental reviews to meet the requirements under state or federal law, including, but not limited to, the National Environmental Policy Act (“NEPA”), 42 United States Code Section 4321, et seq., and will be responsible for ensuring any proposed alteration, improvement, use or occupancy of the Premises is in accordance with the current Airport Land Use Compatibility Plan (ALUCP). More details for the ALUCP can be found at:

http://www.san.org/sdcraa/airport_initiatives/land_use/adopted_docs.aspx

It is important to note that since the Site is situated within the Airport Influence Area (AIA), the ALUCP may impose land use restrictions based on the location of safety zones, airspace obstructions, over-flight paths, noise exposures and other factors. In

addition to the permitting authority reviewing the Project for airport compatibility (for example the City of El Cajon), further reviews may be required by the FAA, State Division of Aeronautics, County of San Diego and the Airport Authority. Proposer/Lessee shall take such steps as may be necessary, at Proposer's/Lessee's sole cost, to amend the Airport Layout Plan (ALP) to reflect the proposal prior to the implementation of such proposed alteration, improvement, use or occupancy.

It is the Proposer's responsibility to determine if any additional reviews, permits, licenses or other entitlements are necessary for the development and operation of the industrial property. The County shall not be responsible for any fees associated with any environmental reviews required by the federal, state or local laws, orders or ordinances, or the issuance of any required permits related to designing, developing, maintenance, operating, management, use, and occupancy of the leasehold. All such fees shall be paid by the successful Proposer. Additionally, upon issuance of the Lease, the selected Proposer/Developer will be responsible for all fees and taxes associated with the day-to-day operation and management of the leasehold and will be required to comply with the insurance requirements set forth in the Lease Agreement.

The proposed Industrial Lease terms shall not be construed as a binding agreement until transferred to a formal, written contract and approved by the County Board of Supervisors ("Board").

PART 6 – SUBMITTAL CHECKLIST / REQUIRED PROPOSAL FORMS

The following forms and questionnaires are to be thoroughly completed, fully executed, signed, and included as part of the Proposal you submit:

- ☐ Letter of Interest / Business Plan
- ☐ Preliminary Design and Development Plan
- ☐ Non-refundable Proposal Fee of \$500.00
- ☐ Proposer's Questionnaire
- ☐ Airport Lease Economic Terms Form
- ☐ Proposed Capital Investment Form
- ☐ Offeror's Disclosure Form
- ☐ Acknowledgment of Review and Acceptance of Lease Terms

PROPOSER'S QUESTIONNAIRE

PART A.1

(TO BE COMPLETED BY SOLE PROPRIETORSHIP / SMALL BUSINESS / TRUST)

Completion of this Proposer's Questionnaire is necessary to provide County staff with sufficient information about the Proposer to make a considered recommendation to the County's Board of Supervisors.

An Industrial Ground Lease Agreement at Gillespie Field in El Cajon, California, shall not be considered until all the information requested in this Questionnaire is received. Statements must be complete and accurate. Omission, inaccuracy, or misstatement shall be cause for rejection.

| | | | | | | | | | | | |
|--|--|--|--|------------------------|--|---------------------|--|--|-----------------|--|--|
| Name of Proposer exactly as it will appear on the Lease: 1. | | | | | | | | | | | |
| | | | | | | | | | | | |
| Full Name and other Names or Aliases of Proposer: 2. | | | | | | | | | | | |
| Telephone: 3. | | | | | | | | | | | |
| Business Address: 4. | | | | | | | | | | | |
| | | | | | | | | | | | |
| Business Phone: 5. | | | | | | Business Fax: 6. | | | | | |
| Residence Address: 7. | | | | | | | | | How Long: 8. | | |
| Present Position or Title: 9. | | | | | | | | | | | |
| Date of Birth: 10. | | | | Place of Birth: 11. | | | | | | | |
| Social Security Number: 12. | | | | | | | | | | | |
| State and Number of Driver's License: 13. | | | | | | | | | | | |
| Spouse's Name: 14. | | | | | | | | | | | |
| Spouse's Date and Place of Birth: 15. | | | | | | | | | | | |
| Spouse's Social Security Number: 16. | | | | | | | | | | | |
| State and Number of Spouse's Driver's License: 17. | | | | | | | | | | | |

PROPOSER'S QUESTIONNAIRE
PART A.2
(TO BE COMPLETED BY LIMITED LIABILITY COMPANY - LLC)

Completion of this Proposer's Questionnaire is necessary to provide County staff with sufficient information about the Proposer to make a considered recommendation to the County's Board of Supervisors. **A Questionnaire must be provided for each member of the LLC.**

An Industrial Ground Lease Agreement at Gillespie Field in El Cajon, California, shall not be considered until all the information requested in this Questionnaire is received. Statements must be complete and accurate. Omission, inaccuracy, or misstatement shall be cause for rejection.

| | | | | | | | | | | | |
|---|--|--|--|------------------------|--|---------------------|--|--|-----------------|--|--|
| Name of LLC exactly as it will appear on the Lease: 1. | | | | | | | | | | | |
| | | | | | | | | | | | |
| Full Name and other Names or Aliases of Member: 2. | | | | | | | | | | | |
| Telephone: 3. | | | | | | | | | | | |
| Business Address: 4. | | | | | | | | | | | |
| | | | | | | | | | | | |
| Business Phone: 5. | | | | | | Business Fax: 6. | | | | | |
| Residence Address: 7. | | | | | | | | | How Long: 8. | | |
| Present Position or Title: 9. | | | | | | | | | | | |
| Date of Birth: 10. | | | | Place of Birth: 11. | | | | | | | |
| Social Security Number: 12. | | | | | | | | | | | |
| State and Number of Driver's License: 13. | | | | | | | | | | | |
| Spouse's Name: 14. | | | | | | | | | | | |
| Spouse's Date and Place of Birth: 15. | | | | | | | | | | | |
| Spouse's Social Security Number: 16. | | | | | | | | | | | |
| State and Number of Spouse's Driver's License: 17. | | | | | | | | | | | |

LIMITED LIABILITY COMPANY STATEMENT

1. State of Filing: _____
2. Date of Filing with Secretary of State: _____
Enclose copy of filing and any operating agreement or supporting documentation.
3. Has the LLC transacted business in the County of San Diego, California?
Yes () No () If yes, state most recent date: _____
4. Name, address and title(s) of the manager(s), if any:

| <u>Name</u> | <u>Address</u> | <u>Title(s)</u> |
|-------------|----------------|-----------------|
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

5. Name, address and share of each member:

| <u>Name/Title(s)</u> | <u>Address</u> | <u>Share %</u> |
|----------------------|----------------|----------------|
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

PROPOSER'S QUESTIONNAIRE
PART A.3
(TO BE COMPLETED BY CORPORATION)

Completion of this Proposer's Questionnaire is necessary to provide County staff with sufficient information about the Proposer to make a considered recommendation to the County's Board of Supervisors. **A Questionnaire must be provided for each corporate officer (President, Vice-President, Secretary, and Treasurer) and for each Director holding 10% or more of the issued stock.**

An Industrial Ground Lease Agreement at Gillespie Field in El Cajon, California, shall not be considered until all the information requested in this Questionnaire is received. Statements must be complete and accurate. Omission, inaccuracy, or misstatement shall be cause for rejection.

| | | | | | | | | | | | |
|--|--|--|--|------------------------|--|---------------------|--|--|-----------------|--|--|
| Name of Corporation exactly as it will appear on the Lease: 1. | | | | | | | | | | | |
| | | | | | | | | | | | |
| Full Name and other Names or Aliases of Officer () and/or Director (): 2. | | | | | | | | | | | |
| Telephone: 3. | | | | | | | | | | | |
| Business Address: 4. | | | | | | | | | | | |
| | | | | | | | | | | | |
| Business Phone: 5. | | | | | | Business Fax: 6. | | | | | |
| Residence Address: 7. | | | | | | | | | How Long: 8. | | |
| Present Position or Title: 9. | | | | | | | | | | | |
| Date of Birth: 10. | | | | Place of Birth: 11. | | | | | | | |
| Social Security Number: 12. | | | | | | | | | | | |
| State and Number of Driver's License: 13. | | | | | | | | | | | |
| Spouse's Name: 14. | | | | | | | | | | | |
| Spouse's Date and Place of Birth: 15. | | | | | | | | | | | |
| Spouse's Social Security Number: 16. | | | | | | | | | | | |
| State and Number of Spouse's Driver's License: 17. | | | | | | | | | | | |

CORPORATION STATEMENT

1. State of incorporation: _____
 2. Date of incorporation: _____
 3. Is the corporation authorized to do business in the State of California?
Yes () No () If yes, as of what date: _____
 4. The corporation is held: Publicly () Privately ()
 5. If publicly held, how and where is the stock traded? _____
-

6. List the following:

| | Authorized | Issued | Outstanding |
|--------------------------------------|------------|--------|--------------------|
| (a) No. of Voting Shares: | _____ | _____ | _____ |
| (b) No. of Non-voting Shares: | _____ | _____ | _____ |
| (c) No. of Shareholders: | _____ | _____ | _____ |
| (d) Value per share of Common Stock: | | | |
| Par \$ | _____ | | |
| Book \$ | _____ | | |
| Market \$ | _____ | As of | ____ / ____ / ____ |

7. Name, address and share of each member:

| <u>Name/Title(s)</u> | <u>Address</u> | <u>Share %</u> |
|----------------------|----------------|----------------|
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
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| _____ | _____ | _____ |
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| _____ | _____ | _____ |

REFERENCES
PART B
(TO BE COMPLETED BY ALL PROPOSERS)

List four persons or firms with whom the Proposer has conducted business transactions during the past three years. At least two of the references named are to have knowledge of the Proposer's debt payment history. At least one reference must be a bank or lending institution with whom the Proposer is presently conducting business.

REFERENCE NO. 1

Name: _____ Telephone: _____

Firm: _____

Title: _____

Address: _____

Nature and magnitude of purchase, sale, loan, business association, etc.:

REFERENCE NO. 2

Name: _____ Telephone: _____

Firm: _____

Title: _____

Address: _____

Nature and magnitude of purchase, sale, loan, business association, etc.:

REFERENCE NO. 3

Name: _____ Telephone: _____

Firm: _____

Title: _____

Address: _____

Nature and magnitude of purchase, sale, loan, business association, etc.:

REFERENCE NO. 4

Name: _____ Telephone: _____

Firm: _____

Title: _____

Address: _____

Nature and magnitude of purchase, sale, loan, business association, etc.:

FINANCIAL DATA
PART C
(TO BE COMPLETED BY ALL PROPOSERS)

FINANCIAL STATEMENT

Attach a complete report, prepared in accordance with good accounting practice, reflecting the Proposer's current financial condition. The report must include a balance sheet and income statement. The Proposer must be prepared to substantiate all information shown.

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PROPOSED METHOD OF FINANCING DEVELOPMENT

Development at the County's Gillespie Field, to which this proposal relates, shall be financed in the following manner:

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METHOD OF OPERATION AND EXPERIENCE STATEMENT
PART D
(TO BE COMPLETED BY ALL PROPOSERS)

PROPOSED METHOD OF OPERATION (DESCRIBE)

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EXPERIENCE STATEMENT

Enumerate in detail the duration and extent of the Proposer's business experience with special emphasis upon experience with business of the type to which this proposal relates. Also enumerate in detail the pertinent experience of the persons who will be directly involved in design, development, operation and management of the business to which this proposal relates.

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OTHER DATA AND ACKNOWLEDGEMENT
PART E
(TO BE COMPLETED BY ALL PROPOSERS)

OTHER INFORMATION

Please provide any other information, which the Proposer feels will be helpful in evaluating the Proposer's ability to successfully design, develop and manage industrial facilities at Gillespie Field.

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The Proposer acknowledges and agrees that the County has the right to make any inquiry or investigation it deems appropriate to substantiate or supplement information contained in this Questionnaire, and authorizes the release to County of any and all information sought in such inquiry or investigation.

Date: _____

Signed: _____

Title: _____

AIRPORT LEASE ECONOMIC TERMS FORM

The Proposer should propose economic terms for a Lease. The County shall not be responsible for any fees associated with any environmental reviews required by the federal, state or local laws, orders or ordinances, or the issuance of any required permits related to designing, developing, and operating the leasehold. All such fees shall be paid by the selected Proposer.

After the Lease is issued, the selected Proposer will be responsible for all fees and taxes associated with the day-to-day operation and management of the leasehold and will be required to comply with the insurance requirements as set forth in the Lease Agreement.

DDA Fee

The fee for the DDA will be \$60,000 for a period of up to two (2) years to cover the County's holding costs for the property. Any extension of the term shall require an additional fee of \$30,000/year.

Base Monthly Rent and Proposed Phasing of the Project (if any)

Please propose a minimum base monthly rent and proposed phasing commitment for a Lease for the 31.47 gross acres.

If your proposal includes a schedule of percentage rent, for example based upon occupancy, that impacts the ground rent schedule, please explain and provide projections: _____

Proposed Base Rent: \$_____ per Month

The final terms of the Airport Lease will be negotiated between the selected Proposer and Airports staff, subject to review by the Gillespie Field Development Council and approval by the County Board of Supervisors of the County of San Diego.

Schedule of Rent Adjustments:

FAA grant assurances and the direction set forth in the Land-Use Change Authorization regarding the Weld Boulevard Industrial Property require that County receives Fair Market Value ("FMV") for the property through any lease agreement entered. This FMV requirement necessitates periodic base monthly rental rate renegotiations, in addition to the cost of living adjustments ("COLAs") to the base monthly rent based on Consumer Price Index. As such, COLAs shall be implemented at least every five years, and rent shall be renegotiated to market at least every 15 years.

Capital Investment Proposal:

Please propose the amount of capital investment which you intend to make in the Premises in the event you are selected as the successful Proposer.

The proposed capital investment above includes costs associated with the following construction expenses (provide general description of expense categories): _____

This image shows a full page of blank white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page, providing a template for writing or drawing. There are no margins, text, or other markings on the paper.

OFFEROR'S DISCLOSURE FORM

GENERAL INFORMATION. The Offeror hereby certifies that all statements and all answers to questions herein are true and correct to the best of its knowledge and belief. Statements must be complete, accurate and in the form requested. County reserves the right to confirm and request clarification of all information provided. Incomplete disclosures may deem Offeror's Proposal to be non-responsive by County, and the Proposal may be rejected and returned.

Offeror Name: _____

Address: _____

City: _____ **State:** _____ **ZIP:** _____

Telephone No.: () _____ **FAX Number:** () _____

E-Mail Address: _____

Disclose the name of each officer, director, principal, and owner of each proposing entity and/or shareholder who owns or controls five percent (5%) or more of the business entity. This page may be photocopied if additional space is required. The individuals listed below are disclosed as having the noted relationship with the business entity/Offeror listed above. Show appropriate letter in the box to the left.

| | | |
|-------------|--------------------|--|
| KEY: | A=Officer | E=Controller of 5% or more of stock |
| | B=Director | F=Spouse |
| | C=Principal | G=Child under the age of 18 |
| | D=Owner | |

- | | |
|-----------------------------|------------------------------|
| 1. <input type="checkbox"/> | 7. <input type="checkbox"/> |
| 2. <input type="checkbox"/> | 8. <input type="checkbox"/> |
| 3. <input type="checkbox"/> | 9. <input type="checkbox"/> |
| 4. <input type="checkbox"/> | 10. <input type="checkbox"/> |
| 5. <input type="checkbox"/> | 11. <input type="checkbox"/> |
| 6. <input type="checkbox"/> | 12. <input type="checkbox"/> |

CERTIFICATION: I hereby certify that the information which I have provided on this form is true and correct, that I am authorized to sign on behalf of the business set out above and, if requested by the County, will provide, within ten (10) days of notice, the necessary documents to substantiate the information provided on this form.

Name: _____ **Title:** _____

(CORPORATE SEAL)

Dated: _____

ACKNOWLEDGMENT OF REVIEW AND ACCEPTANCE OF DDA AND LEASE TERMS

GENERAL INFORMATION. The Proposer hereby certifies that it has thoroughly reviewed the attached Preliminary Agreement Concerning Development and Disposition of Land (DDA) and Proposed Industrial Ground Lease and that, in the event it is selected as the successful Proposer, it will accept the terms of the proposed documents with the following exceptions:

Please note that the following sections of the Proposed Industrial Ground Lease will not be subject to change at the request of Proposer: Possession and Use, Security, Environmental, ALUCP and ALP Compliance, Indemnification and Insurance, Hazardous Materials, Nondiscrimination, Affirmative Action Program, and Waiver of Relocation Assistance Benefits.

The proposed Industrial Ground Lease terms shall not be construed as a binding agreement until transferred to a formal, written contract and approved by the County Board of Supervisors ("Board").

CERTIFICATION: I hereby certify that the information which I have provided on this form is true and correct; that I am authorized to sign on behalf of the business set out above, and if requested by the County, will provide, within ten (10) days of notice, the necessary documents to substantiate the information provided on this form.

Name: _____ **Title:** _____

(CORPORATE SEAL)

Dated: _____